FORM D



UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR 13 ()2705 UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL								
OMB Number:	3235-0076							
Expires: November 30, 200								
Estimated average burden								
hours per response	e16.00							

	SEC U	SE ONLY
Prefix		Serial
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	1	

Name of Offering (check if this is an an	nendment and name has changed, and indicate	change.)
Beverly Hills Surgery Center, L.P. Lin	nited Partnership Units	
Filing Under (Check box(es) that apply):	☐ Rule 504 ☐ Rule 505 ■ Rul	e 506
Type of Filing:	☐ Amendment	SO TOUNED WAS
	A. BASIC IDENTIFICATION DATA	SEP A 9 2004
1. Enter the information requested about	the issuer	021 0 3 2001
Name of Issuer (check if this is an amen	dment and name has changed, and indicate cha	ange.)
Beverly Hills Surgery Center, L.P.		170
Address of Executive Offices	(Number and Street, City State, Zip Code)	Telephone Number (Including Area Code)
2800 East Highway 114, Suite 300, Tr	ophy Club, Texas 76262	(817) 837-1100
Address of Principal Business Operations	(Number and Street, City State, Zip Code)	Telephone Number (Including Area Code)
(if different from Executive Offices)	257 North Canon Drive	
Brief Description of Business	Beverly Hills, California 90210	PROCESSED
•	atory surgery center in Beverly Hills, Californ	
The Farmership will operate all amount	atory surgery center in beverry rims, camoin	ia SEP 1 0 2004 E
		IHOMSON
Type of Business Organization		FINANCIAL
□ corporation	limited partnership, already formed	□ other (please specify):
□ business trust	☐ limited partnership, to be formed	
	Month Year	
Actual or Estimated Date of Incorporation	or Organization: 0 6 0 3	■ Actual □ Estimated
Jurisdiction of Incorporation or Organization	on: (Enter two-letter U.S. Postal Service ab	obreviation for State:
- -	CN for Canada; FN for other foreign ju	risdiction)

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed copy or bear typed or printed signatures.

Filing Fee: There is no federal filing fee.

State:

This Notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1817 (2-99)

1 of 8

A. BASIC IDENTIFICATION DATA			
2. Enter the information requested of the following:			
• Each promoter of the issuer, if the issuer has been organized within the past five year			
• Each beneficial owner having the power to vote or dispose, or direct the vote or dispose.	position of, 10%	more	of a class of equity
securities of the issuer;	1 1		.
 Each executive officer and director of corporate issuers and of corporate generalissuers; and 	al and managing	g partr	iers of partnership
 Each general and managing partner of partnership issuers. 			
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer	☐ Director	_	General and/or
	_ 2 • • • • •		Managing Partner
Full Name (Last name first, if individual)			
Beverly Hills Surgery GP, L.P.			
Business or Residence Address (Number and Street, City, State, Zip Code)			
2800 East Highway 114, Suite 300, Trophy Club, Texas 76262			
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer	☐ Director		General and/or
	- Buccioi		Managing Partner
Full Name (Last name first, if individual)	· · · · · · · · · · · · · · · · · · ·		
CH-Beverly Hills, L.P.			
Business or Residence Address (Number and Street, City, State, Zip Code)	· · · · · · · · · · · · · · · · · · ·		
그 그 그 그 그 그 그 그 그 그 그 그 그 그 그 그 그 그 그			
2800 East Highway 114, Suite 300, Trophy Club, Texas 76262 Check Box(es) that Apply: □ Promoter □ Beneficial Owner □ Executive Officer	D Discotor		C11/
Check Box(es) that Apply: \square Fromoter \square Beneficial Owner \square Executive Officer	☐ Director		General and/or Managing Partner
Full Name (Last name first, if individual)	· · · · · · · · · · · · · · · · · · ·		Withing hig 1 drifter
Tall Palle (Mast Palle Phot, It Mattraday)			
Business or Residence Address (Number and Street, City, State, Zip Code)			
Dusiness of Residence Address (Number and Street, City, State, Zip Code)			
			C 1 1/
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer	☐ Director		General and/or Managing Partner
Full Name (Last name first, if individual)			Managing 1 artifer
Tun rame (East name 111st, if individually			
Business or Residence Address (Number and Street, City, State, Zip Code)			
Dustiless of Residence Address (Number and Street, City, State, Zip Code)			
	D D:		C
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer	☐ Director		General and/or Managing Partner
Full Name (Last name first, if individual)			ivialiagnig i artiici
Tun Name (Last name first, if individual)			
Durings on Decidence Address (Number and Street City State 7in Code)		·	
Business or Residence Address (Number and Street, City, State, Zip Code)			
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer	☐ Director		General and/or
			Managing Partner
Full Name (Last name first, if individual)			
	 		
Business or Residence Address (Number and Street, City, State, Zip Code)			
			
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer	☐ Director		General and/or
F-11 No (I - 4 Co. 4 (C : 4) (3 - 1)			Managing Partner
Full Name (Last name first, if individual)			
Business or Residence Address (Number and Street, City, State, Zip Code)			

		******			B. INI	FORM	ATION	AB	OUT OFFE	RING						
1.	Has th	ie issuer so	old, or does	s the issuer	intend to	sell, to	non-acc	redit	ed investors	in this	offering	?		Yes	<u>п</u> и	lo 🗷
				A	nswer also	in Appe	endix, Co	lumn	2, if filing un	ider ULC	E.					
2.	What	is the mini	imum inve	stment that	will be ac	cepted	from a	y inc	dividual?					\$_	14,75	0
3.	Does 1	the offerin	g permit jo	oint owners	hip of a si	ngle ur	nit?						••••	Yes		lo 🖪
	simila an asso or dea	r remunera ociated per aler. If me	ation for so rson or age ore than fi	olicitation o	of purchase ker or deal sons to be	ers in c ler regi	onnecti istered v	on wi	vill be paid of ith sales of she SEC and/ed persons of the second of the	ecuritie or with	s in the a state o	offerii r state	ng. If es, list	a pe the r	rson to be name of th	listed is e broker
	Name NON!	•	ne first, if i	ndividual)												
			e Address	(Number a	and Street,	City, S	State, Zi	р Со	de)		··· <u>··</u>			*		
		<u>-</u> -														
Nam	ne of A	ssociated	Broker or	Dealer												
				Has Solicitock individu					isers						🗆 Al	Il States
AL		AK □	AZ 🗆	AR □	CA 🗆	co f	□ c.	г□	DE 🗆	DC [] FL		GA		ні 🗆	ם סו
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Full	Name	(Last nam	ne first, if i	ndividual)												
Busi	iness c	or Residence	ce Address	(Number	and Street,	City,	State, Z	р Со	de)			<u> </u>				
•	·									<u>-</u>						
Nan	ne of A	Associated	Broker or	Dealer												
State	es in V	Vhich Pers	on Listed	Has Solicit	ed or Inter	nds to S	Solicit P	urcha	asers	<u></u> .						
		_														II States
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		NE 🗆	NV 🗆	NH 🗆	NJ 🗆	NM		Y 🗆	NC 🗆	ND [OK		OR 🗆	PA 🗆
		sc 🗆	SD 🗆	TN 🗆	тх 🗆	UT		Г	VA 🗆	WA C] W/		WI		WY 🗆	PR 🗆
Full	Name	(Last nan	ne first, if i	individual)												
Bus	iness c	or Residen	ce Address	s (Number	and Street,	City,	State, Z	р Со	ode)			<u> </u>				200 40
Nan	ne of A	Associated	Broker or	Dealer										-		
				Has Solicit					asers						🗆 A	ll States
		AK 🗆	AZ 🗆	AR 🗆	CA 🗆	со		т 🗆		DC E			GA		_ _ /\	ID 🗆
	. 🗆	IN 🗆	IA 🗆	KS □	KY □	LA		. — E 🗆		MA E			MN		MS □	мо 🗆
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \square and indicate in the columns below the amounts of the securities for exchange and already exchanged.					
	Type of Security	(Aggregate Offering Price		Am	ount Already Sold
	Debt	\$		\$	3	
	Equity	\$		- \$;	
	☐ Common ☐ Preferred			_	_	
	Convertible Securities (including warrants)	\$		\$	3	
	Partnership Interests	\$	2,212,500	- \$;	722,750
	Other (Specify)	\$		- \$; -	
	Total			<u> </u>	;	722,750
	Answer also in Appendix, Column 3, if filing under ULOE.			- `	_	
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if the answer is "none" or "zero."					Aggregate
			Number Investors		Do	Aggregate llar Amount f Purchases
	Accredited Investors		16	_ \$	· _	722,750
	Non-accredited Investors		0	_	3	
	Total		16	- \$	3	722,750
	Answer also in Appendix, Column 4, if filing under ULOE.			_	_	
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1.		Type of		Do	llar Amount
	Type of offering		Security		Du	Sold
	Rule 505			9	3	0
	Regulation A			_ \$	5	0
	Rule 504			_ {	5	0
	Total			_ 5	5	0
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.			_		
	Transfer Agent's Fees] 5	B _	
	Printing and Engraving Costs				} _	1,000
	Legal Fees			3	§ _	32,000
	Accounting Fees		_		· -	2,000
	Engineering Fees				\$ -	
	Sales Commissions (specify finders' fees separately)			_	Б -	
	Other Expenses (identify)		<u>-</u>	j 5	§ _	25.000
	Total		N.	•	K .	35,000

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	C. OFFERING PRICE, NUMBER OF INVESTORS, EX	PEN	SES A	ND USE OF PR	OCE	EDS	
	b. Enter the difference between the aggregate offering price given in Part C - Question 1 and total expenses furnished in response to Part C 4.a. This difference is the "adjusted gross proceeds to the issuer."	– Qı	iestion	ı		\$	687,750
5.	Indicate below the amount of the adjusted gross proceeds to the issupproposed to be used for each of the purposes shown. If the amount for a is not known, furnish an estimate and check the box to the left of the est total of the payments listed must equal the adjusted gross proceeds to the forth in response to Part C – Question 4.b above.	any p timat	urpose e. The	; ;			
				Payments to Officers, Directors & Affiliates			Payments to Others
	Salaries and fees		\$_			\$	
	Purchase of real estate.		\$_			\$	
	Purchase, rental or leasing and installment of machinery and equipment		\$_			\$	
	Construction or leasing of plant buildings and facilities		\$_	<u> </u>		\$	
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)		\$_			\$	
	Repayment of indebtedness		\$_			\$	
	Working capital		\$_			\$	
	Other (specify): Working Capital		\$			\$	687,750
			\$			\$	
	Column Totals		\$			\$	
	Total Payments Listed (column totals added)		_	s	6	87,75	0
	D. FEDERAL SIGNAT		C .				
the wr	e issuer has duly caused this notice to be signed by the undersigned duly a following signature constitutes an undertaking by the issuer to furnish titten request of its staff, the information furnished by the issuer to any le 502.	to the	Ų.S.	Securities and Ex	chang	ge Co	mmission, upon
Iss	uer (Print or Type) Signature	1/		Dat			
	Beverly Hills Surgery Center, L.P.	<u>//</u> L	_	Se	ptemb	er	<u>L</u> , 2004
Na	me of Signer (Print or Type) Title of Signer (Print or Type)	ype)	-				
	Wayne Sparks CFO						

ATTENTION
Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE								
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule? Yes □ No ■								
	See Appendix, Column 5, for state response.								
2.	The undersigned hereby undertakes to furnish to any state administrator of any state in which this notice if filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.								
3.	The undersigned hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.								
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice if filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.								
	e issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the dersigned duly authorized person.								
Iss	uer (Print or Type) Signature Date								
	Beverly Hills Surgery Center, L.P. September 2, 2004								
Na	me (Print or Type) Title of Signer (Plint or Type)								
	Wayne Sparks CFO								

Instruction:

Wayne Sparks

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX eathering bids, soul for the 1 2 3 4 Disqualification under State Type of security **ULOE** Intend to sell and aggregate (if yes, attach to non-accredited offering price Type of investor and explanation of investors in State offered in State amount purchased in State waiver granted) (Part C-Item 1) (Part B-Item 1) (Part C-Item 2) (Part E-Item 1) Number of Number of Non-Accredited Accredited State No **Investors** Yes Amount **Investors** Amount Yes No AL AK ΑZ AR CA1. Partnership Interests 16 \$722,750 CO CT DE DC FL GA HI ID IL IN IA KS KY LA ME MD MA ΜI MN MS MO MT NE NV NH NJ NM NY NC

1		<u>*</u>	3	75.1 1.1	JANDIA	4		5	
1	Intend to non-ac	to sell	Type of security and aggregate offering price offered in State (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
ND				_					
ОН									
OK									
OR									
PA									
RI									
SC									
SD									
TN									
TX									
UT									
VT									
VA									
WA									
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